

**EXHIBIT D****COMPENSATION REQUESTED BY PROJECT CATEGORY  
AND COMPARISON TO BUDGET FOR FINAL PERIOD<sup>1</sup>**

<b>U.S. Trustee Task Code and Project Category</b>	<b>Hours Budgeted</b>	<b>Hours Billed</b>	<b>Fees Budgeted<sup>2</sup></b>	<b>Fees Billed</b>
B110 Case Administration	740	737.80	\$932,400	\$875,714.00
B111 Schedules and Statements of Financial Affairs	50	52.90	\$63,000	\$63,640.00
B112 General Creditor Inquiries	45	44.90	\$56,700	\$45,307.50
B113 Pleadings Review	30	29.10	\$37,800	\$18,431.00
B120 Asset Analysis and Recovery	5	0.20	\$6,300	\$322.00
B130 Asset Disposition	2580	2576.40	\$3,250,800	\$3,322,955.00
B140 Relief from Stay/Adequate Protection Proceedings	170	172.90	\$214,200	\$216,123.50
B150 Meetings of and Communications with Creditors	120	119.40	\$151,200	\$172,413.50
B155 Court Hearings	255	253.40	\$321,300	\$283,090.00
B160 Employment / Fee Applications (Paul Hastings)	120	121.50	\$151,200	\$107,248.50
B165 Employment / Fee Applications (Other Professionals)	220	219.20	\$277,200	\$229,984.50
B180 Avoidance Action Analysis	35	34.60	\$44,100	\$38,995.50
B185 Assumption / Rejection of Leases and Contracts	315	315.70	\$396,900	\$361,647.50
B190 Other Contested Matters(excl. assumption/rejections motions)	5	6.00	\$6,300	\$5,130.00
B191 General Litigation	380	379.70	\$478,800	\$519,515.50
B210 Business Operations	150	146.80	\$189,000	\$181,381.00
B211 Financial Reports (Monthly Operating Reports)	30	30.60	\$37,800	\$27,945.50
B220 Employee Benefits/Pensions	15	14.80	\$18,900	\$16,702.00
B230 Financing/Cash Collections	35	35.80	\$44,100	\$53,402.50
B231 Security Document Analysis	5	1.10	\$6,300	\$1,689.00
B240 Tax Issues	5	0.30	\$6,300	\$510.00
B250 Real Estate	5	3.50	\$6,300	\$5,637.00

<sup>1</sup> The proposed budget set forth herein is based on the following assumptions: (i) the lack of material litigation regarding, among other things, the disclosure statement, the plan of reorganization, the confirmation process, or the Debtors' financing; (ii) the absence of extensive discovery disputes or evidentiary hearings with respect to the foregoing; and (iii) the lack of any adversary proceeding that would require discovery and trial preparation.

<sup>2</sup> The total fees budgeted are based on a blended billing rate of approximately \$1,260 per hour for the Paul Hastings timekeepers expected to work on this matter during the budget period.

<b>U.S. Trustee Task Code and Project Category</b>	<b>Hours Budgeted</b>	<b>Hours Billed</b>	<b>Fees Budgeted<sup>2</sup></b>	<b>Fees Billed</b>
B260 Board of Directors Matters	60	59.60	\$75,600	\$91,335.00
B310 Claims Administration and Objections	300	309.40	\$378,000	\$437,857.00
B311 Reclamation and PACA Claims	15	17.30	\$18,900	\$16,745.50
B320 Plan and Disclosure Statement	1380	1381.30	\$1,738,800	\$1,779,119.50
<b>TOTAL</b>	<b>7070</b>	<b>7064.20</b>	<b>\$8,908,200</b>	<b>\$8,872,842.00</b>